



March 4, 2011

JOHN DANIELS
WILLEKE & DANIELS
201 RIDGEWOOD AVENUE
MINNEAPOLIS, MN 55403-3508

Re: F-370
M & T PIZZA INCORPORATED
CARBONE'S PIZZERIA

Dear Mr. Daniels:

The Annual Report has been reviewed and is in compliance with Minnesota Statute Chapter 80C and Minnesota Rules Chapter 2860.

This means that there continues to be an effective registration statement on file and that the franchisor may offer and sell the above-referenced franchise in Minnesota.

The franchisor is not required to escrow franchise fees, post a Franchise Surety Bond or defer receipt of franchise fees during this registration period.

As a reminder, the next annual report is due within 120 days after the franchisor's fiscal year end, which is October 31, 2011.

Sincerely,

MIKE ROTHMAN
Commissioner

By:

Daniel Sexton
Commerce Analyst Supervisor
Registration Division
(651) 296-4520

MR:DES:dlw

UNIFORM FRANCHISE REGISTRATION APPLICATION

File No.: **F-370**

Fee: **\$200.00**

Date of Application: **March 1, 2011**

APPLICATION FOR (Check only one):

	INITIAL REGISTRATION OF AN OFFER AND SALE OF FRANCHISES
X	RENEWAL APPLICATION OR ANNUAL REPORT
	PRE-EFFECTIVE AMENDMENT
	POST-EFFECTIVE AMENDMENT

1. Full legal name of Franchisor:

M & T Pizza Incorporated

*State of Minnesota
Dept. of Commerce*

2. Name of the franchise offering:

Carbone's Pizzeria and Carbone's Pizza

*MAR 03 2011
Rec'd*

3. Franchisor's principal business address:

680 East Seventh Street, St. Paul, Minnesota 55106

4. Name and address of Franchisor's agent in the State of Minnesota authorized to receive process:

Thomas A. Carbone, President, Secretary, Treasurer and Director

M & T Pizza Incorporated
680 East Seventh Street
St. Paul, Minnesota 55106

5. The states in which this application is or will be shortly on file:

Minnesota
Wisconsin

6. Name, address telephone and facsimile numbers, and e-mail address of person to whom communications regarding this application should be directed.

John H. Daniels, Jr., Esq.
Willeke & Daniels
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A/R
10/31*

WILLEKE & DANIELS

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DONALD C. WILLEKE
JOHN H. DANIELS, JR.
ROBERT R. NARDI*

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WRITER'S E-MAIL ADDRESS: j.danielsjr@att.net

* MSBA Board Certified
Real Property Law Specialist

March 1, 2011

Mr. Daniel E. Sexton
Commerce Analyst Supervisor
Registration Division
Department of Commerce
Suite 500, 85 Seventh Place East
St. Paul, MN 55101

Re: M & T Pizza Incorporated
Minnesota Franchise Law
2011 Registration Renewal Statement and Annual Report
of Carbone's Pizzeria and Carbone's Pizza
Your File No. F-370
Our File No. 6685-01

Dear Mr. Sexton:

Enclosed herewith for filing with the Commissioner of Securities and Real Estate is the application for registration by M & T Pizza Incorporated of the offer of franchises in the State of Minnesota for Carbone's Pizzeria and Carbone's Pizza.

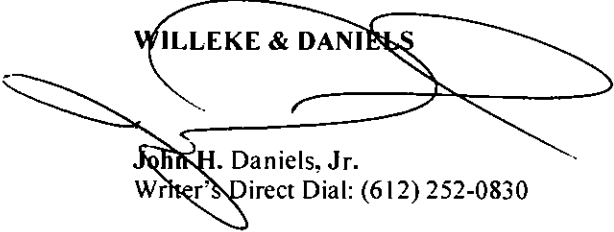
The application appears in the following order:

- (1) A check in the amount of \$200.00 to cover the filing fee.
- (2) Uniform Franchise Registration Application which includes a signed Certification and applicable forms.
- (2) Disclosure Document.
- (3) Second copy of auditor's statement.
- (5) One CD-ROM containing the Application and Financial Disclosure Form.

If you have any questions about the foregoing matters, please do not hesitate to call me.

Very truly yours,

WILLEKE & DANIELS



John H. Daniels, Jr.
Writer's Direct Dial: (612) 252-0830

JHD:sll
Encs.

cc: M & T Pizza Incorporated
BY MESSENGER

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